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**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

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In re:

Chapter 11

DELPHI CORPORATION, *et al.*,

05-44481 (RDD)

Debtors.

(Jointly Administered)

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**VERIFIED STATEMENT OF MUNSCH HARDT KOPF & HARR, P.C.
PURSUANT TO FEDERAL RULE OF BANKRUPTCY PROCEDURE 2019**

MUNSCH HARDT KOPF & HARR, P.C. ("Munsch Hardt") files this Verified Statement Pursuant to Federal Rule of Bankruptcy Procedure 2019 ("Verified Statement"), and represents as follows:

1. Name and Address of Creditor:
 - a. Texas Instruments Incorporated ("TI")
Attention: Richard Andrews, Esq.
7839 Churchill Way
Dallas, TX 75251
 - b. Computer Sciences Corporation ("CSC")
Attention: William L. Deckelman, Jr.
Vice President and General Counsel
3170 Fairview Park Drive
Falls Church, VA 22042

2. Nature and amount of claim or interest:

- a. TI supplied products to Delphi Automotive Systems, LLC that were used in the Debtor's business and filed two proofs of claim in this case. The first claim was subsequently sold to Bear Stearns. TI continues to hold a second claim against the Debtor for damages resulting from the cancellation of work orders.
- b. Delphi Corporation ("Delphi") and CSC are parties to a Master Services Agreement whereby CSC provides Delphi with global information technology services. The Master Services Agreement was entered into subsequent to the Debtors' Chapter 11 filing on October 8, 2005. On March 30, 2007 the Debtors filed their Motion for Order Under 11 U.S.C. § 363(b) and Federal Rules of Bankruptcy Procedure 6004 authorizing Debtors to enter into application maintenance and support agreements ("MSA Motion") which was approved pursuant to an Order dated April 23, 2007.
- c. On April 30, 2007, Delphi and CSC entered into Amendment No. 1 to the MSA. In connection therewith, on May 11, 2007 Delphi filed its Motion for Order under 11 U.S.C. § 363(b) and Federal Rules of Bankruptcy Procedure 6004 authorizing Debtors to enter into network support services agreement. This Motion was approved by Court Order entered on May 31, 2007.
- d. Certain disputes have arisen between Delphi and CSC. Those disputes are, *inter alia* being resolved pursuant to an adversary proceeding commenced by CSC on or about June 9, 2009. The adversary proceeding has been docketed as Case No. 09-01271.

3. Pertinent facts and circumstances in connection with the employment of Munsch

Hardt:

- a. TI, an existing client, employed Munsch Hardt to represent its interest in these bankruptcy cases in October 2005.
- b. CSC, an existing client, employed Munsch Hardt to represent its interest in these bankruptcy cases in April 2009.

4. Munsch Hardt reserves the right to amend this Verified Statement as necessary and will promptly supplement this Verified Statement to the extent any material changes occur in the facts set forth herein.

5. I, Raymond J. Urbanik, declare under penalty of perjury that I have read the foregoing and that it is true and correct to the best of my knowledge, information, and belief.

Respectfully submitted, this 28th day of July, 2009.

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By: /s/ Raymond J. Urbanik

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COUNSEL FOR COMPUTER SCIENCES
CORPORATION

CERTIFICATE OF SERVICE

The undersigned hereby certifies that, on the 28th day of July, 2009, a true and correct copy of this document was served through the Court's ECF system on all parties entitled to electronic notice in these cases.

/s/ Raymond J. Urbanik
Raymond J. Urbanik